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*Co-counsel for Successor Litigation Trustee*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X

In re:

EXTENDED STAY INC., et al.,

Debtors.

----- X

Case No. 09-13764 (JLG)

Chapter 11

(Jointly Administered)

**AMENDED NOTICE OF HEARING ON LITIGATION TRUSTEE’S  
TWELFTH OMNIBUS OBJECTION TO CLAIMS  
(Late-Filed Claims, Satisfied Claims, No Liability Claims or  
Reduced Liability Claims and Insufficiently Documented Claims)**

**PLEASE TAKE NOTICE** that on January 18, 2012, Walker, Truesdell, Roth & Associates and Hobart G. Truesdell in their capacity as the Litigation Trustee filed the *Litigation Trustee’s Twelfth Omnibus Objection to Claims (Late-Filed Claims, Satisfied Claims, No Liability Claims or Reduced Liability Claims and Insufficiently Documented Claims)* (the “Objection”). The Objection was originally noticed for hearing on March 15, 2012 and adjourned thereafter to a date to be determined. A copy of the Objection (excluding the original proposed order and exhibits, but including the Declaration of Sharon Roth) is attached hereto as Exhibit B.

**PLEASE TAKE FURTHER NOTICE** that Finnarr O’Connor, in his capacity as Successor Litigation Trustee for and on behalf of the Extended Stay Litigation Trust (the “Trustee”) hereby moves forward with hearing on the Objection, and a hearing on the Objection will be held before the Honorable James L. Garrity, United States Bankruptcy Judge, on on **July 25, 2023 at 10:00 a.m.** (prevailing Eastern Time) via Court Solutions LLC, and parties may register to listen or participate at [www.court-solutions.com](http://www.court-solutions.com).

**PLEASE TAKE FURTHER NOTICE** that the attached Exhibit A sets forth the revised form of Order, including Exhibits 1 through 4 thereto, which set forth the claims to be disallowed and expunged in their entirety.



**PLEASE TAKE FURTHER NOTICE** that responses, if any, to the Objection shall be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court for the Southern District of New York, shall set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, shall be filed with the Bankruptcy Court electronically in accordance with the General Order M-399 (which can be found at <http://www.nysb.uscourts.gov>) by registered users of the Bankruptcy Court's case filing system and by all other parties in interest, in a text-searchable document format and with two hard copies delivered directly to the chambers of the Honorable James L. Garrity, and shall be served upon (i) Thompson Coburn Hahn & Hessen LLP, attorneys for the Successor Litigation Trustee, 488 Madison Avenue, New York, NY 10011, Attn: Mark T. Power, Esq., and Joseph Orbach, Esq.; (ii) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153, Attn: Jessica Liou, Esq., attorneys for the Debtors; (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21<sup>st</sup> Floor, New York, New York 10004, Attn: Paul Schwartzberg, Esq.; (iv) Fried, Frank, Harris, Shriver & Jacobson LLP, One New York Plaza, New York, New York 10004, Attn: Jennifer Rodburg, Esq., attorneys for Newco; and (v) TREO Asset Management, foconnor@treoam.com, Attn: Finbarr O'Connor, so as to be filed and received by no later than June 27, 2023 at 4:00 p.m. (prevailing Eastern Time) (the "Response Deadline").

**PLEASE TAKE FURTHER NOTICE** that if a response to the Objection is not received by the Response Deadline, the relief requested shall be deemed unopposed, and the Bankruptcy Court may enter an order substantially in the form annexed as Exhibit A, granting the relief sought without a hearing.

**PLEASE TAKE FURTHER NOTICE** that the hearing may be continued or adjourned thereafter from time to time without further notice other than an announcement of the adjourned date or dates at the hearing.

**PLEASE TAKE FURTHER NOTICE** that if you have questions about the Objection or would like to resolve an objection to your claim prior to the Hearing, please contact Joseph Orbach, Esq. at [jorbach@thompsoncoburn.com](mailto:jorbach@thompsoncoburn.com).

Dated: New York, New York  
June 6, 2023

**THOMPSON COBURN HAHN & HESSEN LLP**

By: /s/ Joseph Orbach  
Joseph Orbach  
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*Co-counsel for Successor Litigation Trustee*

**EXHIBIT A**

**THOMPSON COBURN HAHN & HESSEN LLP**

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Mark T. Power  
Joseph Orbach

*Co-counsel for Successor Litigation Trustee*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

----- X

In re:

EXTENDED STAY INC., et al.,

Debtors.

----- X

Case No. 09-13764 (JLG)

Chapter 11

(Jointly Administered)

**ORDER GRANTING LITIGATION TRUSTEE'S  
TWELFTH OMNIBUS OBJECTION TO CLAIMS  
(Late-Filed Claims, Satisfied Claims, No Liability Claims or  
Reduced Liability Claims and Insufficiently Documented Claims)**

Upon the Successor Litigation Trustee's (the "Trustee") Twelfth Omnibus Objection to Claims (Late-Filed Claims, Satisfied Claims, No Liability Claims or Reduced Liability Claims and Insufficiently Documented Claims) (the "Objection," Docket No. 1557), dated January 18, 2012, seeking to disallow and expunge certain late-filed claims, satisfied claims, no liability claims or reduced liability claims and insufficiently documented claims, all as more fully set forth in the Objection; and this Court having jurisdiction to consider the Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order of Referral of Cases to Bankruptcy Court Judges of the District Court for the Southern District of New York, dated July 19, 1984 (Ward, Acting C.J.); and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28

U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Objection having been provided to (i) Claimants, (ii) the United States Trustee for the Southern District of New York, (iii) counsel to Newco, (iv) counsel to the Debtors, and (v) those parties included on the latest master service list on file in these chapter 11 cases, and it appearing that no other or further notice need be provided; and a hearing having been scheduled on the Objection for July 25, 2023; and the Court having determined that the relief sought in the Objection is in the best interests of the Plan Debtors, their estates, and their creditors; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Objection is granted; and it is further

ORDERED that each of the claims listed on Exhibit 1 attached hereto is hereby disallowed and expunged in its entirety; and it is further

ORDERED that the claims agent is authorized and directed, pursuant to this Order, to modify the official claims registry in these chapter 11 cases as necessary to implement the relief granted in this Order; and it is further

ORDERED that the Trustee's rights and defenses with respect to any claims filed by Claimants, including those listed in Exhibit 1, Exhibit 2, Exhibit 3, and Exhibit 4 attached hereto shall be preserved, including, but not limited to, the right to further object to the claims on any basis; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the interpretation and/or implementation of this Order.

Dated: \_\_\_\_\_, 2023  
New York, New York

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Honorable James L. Garrity  
United States Bankruptcy Judge

**EXHIBIT 1**

**Late Filed Claims to be Disallowed and Expunged in Their Entirety**

| No. | Claimant  | Untimely Claim To Be Expunged | Debtor Name                 | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection   | Claim Filing Date | Objection Page Reference |
|-----|---|-------------------------------|-----------------------------|-----------------------|--------------------------|---|-------------------|--------------------------|
| 1.  | Capital One Bank USA, N.A. by American InfoSource LP as Agent | 1384                          | ESA P Mezz L.L.C.           | \$986.35              | General Unsecured        | This claim was untimely filed. Additionally, the claim was not filed against any of the Debtors.  | 1/22/2010         | pp. 1-8                  |
| 2.  | Capital One Bank USA, N.A. By American InfoSource LP as Agent | 1387                          | ESH/Homestead Mezz 3 L.L.C. | \$11,251.04           | General Unsecured        | This claim was untimely filed. Additionally, the claim was not filed against any of the Debtors.  | 1/25/2010         | pp. 1-8                  |
| 3.  | City of Carmel Utilities                                      | 1285                          | Extended Stay Inc.          | \$1,460.83            | General Unsecured        | This claim was filed against "Extended Stay, Inc. et al." Consistent with the Plan, neither the Trustee nor the Trust have any obligation to object to claims of ESI. To the extent this claim is filed against a Debtor other than ESI, this claim was untimely filed. | 1/19/2010         | pp. 1-8                  |
| 4.  | Jersey Central Power & Light, a FirstEnergy Company           | 2041                          | Homestead Village L.L.C.    | \$2,862.00            | General Unsecured        | This claim was untimely filed.  | 9/1/2010          | pp. 1-8                  |
| 5.  | Marin Municipal   | 1276                          | Unknown                     | \$3,297.35            | General Unsecured        | The claimant did not list a Debtor  | 1/19/2010         |                          |



| No. | Claimant        | Untimely Claim To Be Expunged | Debtor Name            | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection   | Claim Filing Date | Objection Page Reference |
|-----|-----------------|-------------------------------|------------------------|-----------------------|--------------------------|---|-------------------|--------------------------|
|     | Water District  |                               |                        |                       |                          | in its proof of claim form. To the extent this claim is filed against a Debtor other than ESI, this claim was untimely filed. |                   |                          |
| 6.  | Penelope Zeller | 1239                          | ESA P Portfolio L.L.C. | \$320,000.00          | General Unsecured        | This claim was untimely filed.  | 1/18/2010         | pp. 1-8                  |

**EXHIBIT 2**

**Satisfied Claims to be Disallowed and Expunged in Their Entirety**

| <b>No.</b> | <b>Claimant</b>   | <b>Claim To Be Expunged</b> | <b>Debtor Name</b>          | <b>Asserted Claim Amount</b> | <b>Nature of Asserted Claim</b> | <b>Basis for Objection</b>   | <b>Objection Page Reference</b> |
|------------|---|-----------------------------|-----------------------------|------------------------------|---------------------------------|--|---------------------------------|
| 1.         | AmerenUE  | 19                          | Extended Stay Inc.          | \$20,225.61                  | General Unsecured               | The claim was filed against Extended Stay Hotels, LLC. It was recorded incorrectly in the register. According to information provided by the Debtors, this claim was satisfied in the ordinary course. | pp. 1-8                         |
| 2.         | Columbia Gas of Ohio Inc.   | 181                         | Extended Stay Hotels L.L.C. | \$2,609.63                   | General Unsecured               | Pursuant to the information provided to the Trustee by the Debtors, this claim was paid in the ordinary course of business.  | pp. 1-8                         |
| 3.         | Columbia Gas of Virginia, Inc   | 201                         | Extended Stay Hotels L.L.C. | \$1,408.79                   | General Unsecured               | Pursuant to the information provided to the Trustee by the Debtors, this claim was paid in the ordinary course of business.  | pp. 1-8                         |
| 4.         | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b> |                             |                             |                              |                                 |  |                                 |
| 5.         | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b> |                             |                             |                              |                                 |  |                                 |
| 6.         | Google Inc.   | 160                         | Extended Stay Inc.          | \$182,603.26                 | General Unsecured               | This claim was filed against   | pp. 1-8                         |

| No. | Claimant                    | Claim To Be Expunged | Debtor Name                    | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection   | Objection Page Reference |
|-----|-----------------------------|----------------------|--------------------------------|-----------------------|--------------------------|---|--------------------------|
|     |                             |                      |                                |                       |                          | “Extended Stay, Inc. consolidated cases.” Consistent with the Plan, neither the Trustee nor the Trust have any obligation to object to claims of ESI. To the extent this claim is filed against a Debtor other than ESI, this claim was satisfied in the ordinary course of business. |                          |
| 7.  | HVM LLC                     | 686                  | ESH/Homestead Portfolio L.L.C. | Unliquidated          | General Unsecured        | Pursuant to the information provided to the Trustee by the Debtors, this claim was paid in the ordinary course of business.   | pp. 1-8                  |
| 8.  | Kevin McDougall             | 626                  | Homestead Village L.L.C.       | Unliquidated          | General Unsecured        | The agreement which allegedly provides the basis for this claim was assumed by the Reorganized Debtors. Pursuant to the Confirmation Order, any obligations have been or will be fulfilled in the ordinary course of business.  | pp. 1-8                  |
| 9.  | Lancashire Insurance Co Ltd | 588                  | Extended Stay Hotels L.L.C.    | Unliquidated          | General Unsecured        | This claim was filed with respect to obligations  | pp. 1-8                  |

| No. | Claimant                              | Claim To Be Expunged | Debtor Name        | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|---------------------------------------|----------------------|--------------------|-----------------------|--------------------------|--|--------------------------|
|     |                                       |                      |                    |                       |                          | under certain insurance agreements. In accordance with the Confirmation Order, any obligations relating to the insurance agreements were assumed by the Reorganized Debtors and will be fulfilled in the ordinary course of business.  |                          |
| 10. | Las Vegas Valley Water District       | 313                  | Extended Stay Inc. | \$8,151.47            | General Unsecured        | This claim was filed against Extended Stay Inc. et al. Consistent with the Plan, neither the Trust nor the Trustee have any obligation to object to claims against ESI. To the extent this claim is determined to be filed against a debtor other than ESI, according to information provided by the Debtors, this claim was satisfied in the ordinary course. | pp. 1-8                  |
| 11. | Long Island Lighting Company dba LIPA | 188                  | Extended Stay Inc. | \$8,448.15            | General Unsecured        | This claim was filed against Extended Stay Inc. et al. Consistent with the Plan,   | pp. 1-8                  |

| No. | Claimant                                | Claim To Be Expunged | Debtor Name        | Asserted Claim Amount                                   | Nature of Asserted Claim | Basis for Objection   | Objection Page Reference |
|-----|---|----------------------|--------------------|---|--------------------------|---|--------------------------|
|     |   |                      |                    |   |                          | neither the Trust nor the Trustee have any obligation to object to claims against ESI. To the extent this claim is determined to be filed against a debtor other than ESI, according to information provided by the Debtors, this claim was satisfied in the ordinary course.   |                          |
| 12. | Manufacturers and Traders Trust Company | 418                  | Extended Stay Inc. | \$8,566,356.88, plus interest, fees, costs and expenses | General Unsecured        | Pursuant to the Confirmation Order and ESI Settlement Agreement, the Indenture Trustee was paid \$4 million on the effective date of the Plan. The Indenture Trustee was given a claim against ESI in the amount of \$5.5 million (the "Reduced Indenture Trustee Claim") and was made a litigation trust beneficiary. The Reduced Indenture Trustee Claim shall be treated as set forth in the Trust | pp. 1-8                  |

| No. | Claimant   | Claim To Be Expunged | Debtor Name        | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection   | Objection Page Reference |
|-----|--|----------------------|--------------------|-----------------------|--------------------------|---|--------------------------|
|     |  |                      |                    |                       |                          | Agreement. The Trustee objects to the extent that the claimant is seeking a recovery that is inconsistent with the Plan, ESI Settlement Agreement or the Trust Agreement.   |                          |
| 13. | Microsoft Corporation and Microsoft Licensing GP | 322                  | Extended Stay Inc. | \$18,102.03           | General Unsecured        | This claim was filed against Extended Stay Inc. et al. Consistent with the Plan, neither the Trust nor the Trustee have any obligation to object to claims against ESI. To the extent this claim is determined to be filed against a debtor other than BSI, according to information provided by the Debtors, \$2,399.63 of this claim was satisfied in the ordinary course. Further, the agreement which allegedly provides the basis for this claim was assumed by the Reorganized Debtors. Pursuant to the Confirmation Order, any | pp. 1-8                  |

| No. | Claimant                                | Claim To Be Expunged | Debtor Name                           | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|---|----------------------|---------------------------------------|-----------------------|--------------------------|--|--------------------------|
|     |   |                      |                                       |                       |                          | obligations have been or will be fulfilled in the ordinary course of business. Moreover, insufficient documentation exists to support the balance of the claim.  |                          |
| 14. | Public Service Electric and Gas Company | 256                  | ESA P Portfolio Operating Lessee Inc. | \$100,679.64          | General Unsecured        | Pursuant to information provided to the Trustee by the Debtors, this claim was satisfied in the ordinary course of business.   | pp. 1-8                  |
| 15. | Robert Micklash                         | 1144                 | Extended Stay Hotels L.L.C.           | Unliquidated          | General Unsecured        | The agreement which allegedly provides the basis for this claim was assumed by the Reorganized Debtors. Pursuant to the Confirmation Order, any obligations have been or will be fulfilled in the ordinary course of business. | pp. 1-8                  |
| 16. | Southwestern Public Service Company     | 192                  | Extended Stay Inc.                    | \$2,968.98            | General Unsecured        | This claim was filed against Extended Stay Inc. et al. Consistent with the Plan, neither the Trust nor the Trustee   | pp. 1-8                  |

| No. | Claimant   | Claim To Be Expunged | Debtor Name                 | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|--|----------------------|-----------------------------|-----------------------|--------------------------|--|--------------------------|
|     |  |                      |                             |                       |                          | have any obligation to object to claims against ESI. To the extent this claim is determined to be filed against a debtor other than ESI, according to information provided by the Debtors, this claim was satisfied in the ordinary course.  |                          |
| 17. | Waste Industries                                     | 1997                 | Extended Stay Inc.          | \$1,627.09            | General Unsecured        | This claim was filed against Extended Stay Inc. et al. Consistent with the Plan, neither the Trust nor the Trustee have any obligation to object to claims against ESI. To the extent this claim is determined to be filed against a debtor other than ESI, according to information provided by the Debtors, this claim was satisfied in the ordinary course. | pp. 1-8                  |
| 18. | Zurich American Insurance Company and its affiliates | 15                   | Extended Stay Hotels L.L.C. | Unliquidated          | General Unsecured        | This claim was filed with respect to obligations under certain insurance agreements. In accordance with  | pp. 1-8                  |



| No. | Claimant | Claim To Be Expunged | Debtor Name | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|----------|----------------------|-------------|-----------------------|--------------------------|--|--------------------------|
|     |          |                      |             |                       |                          | the Confirmation Order, any obligations relating to the insurance agreements were Reorganized assumed by the Debtors and will be fulfilled in the ordinary course of business. |                          |

**EXHIBIT 3**

**No Liability or Reduced Liability Claims to be Disallowed and Expunged  
 in Their Entirety or Modified and Allowed in a Reduced Amount**

| No. | Claimant   | Claim To Be Expunged or Modified | Debtor Name                    | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection   | Objection Page Reference |
|-----|--|----------------------------------|--------------------------------|-----------------------|--------------------------|---|--------------------------|
| 1.  | Capital One Bank USA NA by American InfoSource LP as agent | 329                              | ESH/Homestead Portfolio L.L.C. | \$6,728.70            | General Unsecured        | This claim was not filed against any of the Debtors and appears to be completely unrelated to the Debtors' cases. This claim appears to be against a debtor named Carla M. Conde.   | pp. 1-8                  |
| 2.  | Lydecker Lee Behar Berga &                                 | 949                              | Extended Stay Inc.             | \$21,569.79           | General Unsecured        | This claim was filed against "Extended Stay, Inc. consolidated cases." Consistent with the Plan, neither the Trustee nor the Trust have any obligation to object to claims of ESI. To the extent this claim is filed against a Debtor other than ESI, the supporting documentation made available to the Trustee only supports a claim in the amount of \$12,522.46. Therefore, the claim should be | pp. 1-8                  |

| No. | Claimant  | Claim To Be Expunged or Modified | Debtor Name                           | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|---|----------------------------------|---------------------------------------|-----------------------|--------------------------|--|--------------------------|
|     |   |                                  |                                       |                       |                          | reduced to \$12,522.46.  |                          |
| 3.  | Max Marechaux   | 441                              | ESA Canada Operating Lessee Inc.      | Unliquidated          | General Unsecured        | The claimant has not been sued. Accordingly, the Plan Debtors have not incurred any indemnification liability and there is no basis for the claim. Therefore, the claim should be disallowed and expunged in its entirety. | pp. 1-8                  |
| 4.  | Micros Systems, Inc.  | 87                               | ESA P Portfolio Operating Lessee Inc. | \$2,451.20            | General Unsecured        | This claim does not reflect a payment made on July 8, 2009 in the amount of \$850.00. Therefore, the claim should be reduced to \$1,601.20.  | pp. 1-8                  |
| 5.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b> |                                  |                                       |                       |                          |  |                          |
| 6.  | Thomson Reuters Property Tax Services                                     | 614                              | Extended Stay Inc.                    | \$518,861.00          | General Unsecured        | This claim was filed against "Extended Stay, Inc. consolidated cases." Consistent with the Plan, neither the Trustee nor the Trust have any obligation to object to claims of ESI. To the extent this claim is filed       | pp. 1-8                  |

| No. | Claimant | Claim To Be Expunged or Modified | Debtor Name | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|----------|----------------------------------|-------------|-----------------------|--------------------------|--|--------------------------|
|     |          |                                  |             |                       |                          | against a Debtor other than ESI, the supporting documentation made available to the Trustee only supports a claim in the amount of \$293,092.00. Therefore, the claim should be reduced to \$293,092.00. |                          |

**EXHIBIT 4**

**Insufficiently Documented Claims to be Disallowed and Expunged in Their Entirety**

| No. | Claimant   | Claim To Be Expunged | Debtor Name                                  | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|--|----------------------|--|-----------------------|--------------------------|--|--------------------------|
| 1.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 2.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 3.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 4.  | <b><u>This Claim has been withdrawn and removed from this Exhibit.</u></b> |                      |  |                       |                          |  |                          |
| 5.  | Emmanuel Kwaku   | 1458                 | Extended Stay Inc.<br>ESA Properties, L.L.C. | Unliquidated          | General Unsecured        | The claim does not include sufficient documentation to determine its validity. | pp. 1-5, 7-8             |
| 6.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 7.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 8.  | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 9.  | John Cambiotis   | 1443                 | ESA Operating Lessee Inc.                    | \$250,000.00          | General Unsecured        | The claim does not include sufficient documentation to determine its validity. | pp. 1-5, 7-8             |
| 10. | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |
| 11. | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b>  |                      |  |                       |                          |  |                          |

| No. | Claimant  | Claim To Be Expunged | Debtor Name                 | Asserted Claim Amount | Nature of Asserted Claim | Basis for Objection  | Objection Page Reference |
|-----|---|----------------------|-----------------------------|-----------------------|--------------------------|--|--------------------------|
|     | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b> |                      |                             |                       |                          |  |                          |
| 12. | Kevin McDougall   | 815                  | Extended Stay Hotels L.L.C. | Unliquidated          | General Unsecured        | The claim does not include sufficient documentation to determine its validity. | pp. 1-5, 7-8             |
| 13. | Naji Hamad  | 586                  | ESA TX Properties L.P.      | Unliquidated          | General Unsecured        | The claim does not include sufficient documentation to determine its validity. | pp. 1-5, 7-8             |
| 14. | Penelope Zeller   | 1233                 | ESA P Portfolio L.L.C.      | \$320,000             | General Unsecured        | The claim does not include sufficient documentation to determine its validity. | pp. 1-5, 7-8             |
| 15. | <b><u>This Claim has been resolved and removed from this Exhibit.</u></b> |                      |                             |                       |                          |  |                          |

**EXHIBIT B**

**PLEASE CAREFULLY REVIEW THIS OMNIBUS OBJECTION AND THE ATTACHMENTS HERETO TO DETERMINE WHETHER THIS OMNIBUS OBJECTION AFFECTS YOUR CLAIM(S). IF YOU HAVE ANY QUESTIONS REGARDING THIS OBJECTION PLEASE CALL ELYSSA KATES AT (212) 589-4200**

**BAKER & HOSTETLER LLP**  
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Hearing Date and Time: March 15, 2012 at 10:00 a.m. (EST)  
Response Deadline: March 2, 2012 at 4:00 p.m. (EST)

*Attorneys for Litigation Trustee  
Walker, Truesdell, Roth & Associates and  
Hobart G. Truesdell*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:  
  
EXTENDED STAY INC., et al.,  
  
Debtors.

Case No. 09-13764 (JMP)  
  
Chapter 11  
  
(Jointly Administered)

**LITIGATION TRUSTEE’S TWELFTH OMNIBUS OBJECTION TO CLAIMS  
(Late-Filed Claims, Satisfied Claims, No Liability Claims or Reduced Liability Claims and  
Insufficiently Documented Claims)**

TO THE HONORABLE JAMES M. PECK  
UNITED STATES BANKRUPTCY JUDGE:

Walker, Truesdell, Roth & Associates and Hobart G. Truesdell (collectively, the “Trustee”), on behalf of, and together with the Extended Stay Litigation Trust (the “Trust”), by and through their counsel, respectfully submit this omnibus objection (the “Objection”) to the





claims filed by the claimants (“Claimants”) listed on the attached Exhibits “A” through “D” pursuant to 11 U.S.C. § 502 (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the Order Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3007 (i) for Authority to File Omnibus Claims Objections and (ii) an Extension of Time to File Omnibus Claims Objections [Docket No. 1356] (the “First Extension Order”), and respectfully represent as follows:

### **Background**

1. The debtors in the chapter 11 cases of Extended Stay Inc. and its debtor affiliates, as debtors and debtors in possession (collectively, “Extended Stay” or the “Debtors”) commenced voluntary cases under chapter 11 of the Bankruptcy Code in this Court on either June 15, 2009 or February 18, 2010 (the “Petition Date”). The Debtors’ chapter 11 cases were consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015(b).

### **The Litigation Trust**

2. By order dated July 20, 2010 [Docket No. 1172] (the “Confirmation Order”), the Bankruptcy Court confirmed the Debtors’ Fifth Amended Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code, Dated June 8, 2010, as Amended (the “Plan”), which applies to all of the Debtors (collectively, the “Plan Debtors”) other than Extended Stay Inc. (“ESI”). On October 8, 2010, the effective date of the Plan occurred.

3. The Trust was formed pursuant to the Plan and Confirmation Order. The Trust assets (the “Trust Assets”) are comprised of essentially all claims, potential claims, causes of actions, remedies, charges, suits or rights of recovery of the Debtors (i) referenced in the Report of Ralph R. Mabey, as Examiner, as amended [Docket Nos. 913, 1031, 1094, 1218] (the

“Examiner’s Report”), and (ii) under §§ 502(d), 542 through 551, and 553 of the Bankruptcy Code (see Plan, ¶ 1.89; ESI Settlement Agreement, § 4). Pursuant to the Plan and Litigation Trust Agreement, the Trustee is responsible for, among other things, the disposition of the Trust Assets.

4. Pursuant to Article VII of the Plan, the Trustee is responsible for objecting to general unsecured claims and mezzanine facilities claims filed against the Plan Debtors. See Section 7.1(c) of the Plan. Additionally, pursuant to paragraph 1.89 of the Plan and section 4 of the ESI Settlement Agreement, the Trustee has the right from the Plan Debtors and ESI to object to claims under Bankruptcy Code section 502(d) in connection with the Trustee’s obligation to dispose of Trust Assets (see Plan, ¶ 1.89; ESI Settlement Agreement, § 4).

#### **The Bar Dates and Claims Filed**

5. By orders entered on November 19, 2009 [Docket No. 595] and July 12, 2010 [Docket No. 1122] (together, the “Bar Date Orders”), the Bankruptcy Court set January 15, 2010 at 5:00 p.m. (prevailing Eastern Time) or August 17, 2010 at 5:00 p.m. (prevailing Eastern Time), as applicable, as the deadline (together, the “Bar Date”) for the filing of proofs of claim based upon prepetition claims.

6. Based upon information received to date from the Debtors and the plan administrator (the “Plan Administrator”), more than 1,700 proofs of claim were filed in the Plan Debtors’ chapter 11 cases. Combined with approximately 200 additional claims identified by the Debtors in their schedules of assets and liabilities and statements of financial affairs, the nearly 2,000 claims together assert liabilities in excess of \$95 billion.

**Extensions of the Deadline to Object to Claims**

7. On November 19, 2010, the Debtors, on behalf of themselves, the Trustee, and certain others, filed a motion [Docket No. 1333] (the “First Extension Motion”) requesting (i) authority for these parties to file omnibus claims objections; and (ii) an extension of time for these parties to file omnibus claims objections for an additional sixty (60) days.

8. On December 16, 2010, the Bankruptcy Court entered the First Extension Order and granted the First Extension Motion. The First Extension Order was without prejudice to the right of the parties to request further extensions (see First Extension Order, p. 2).

9. On February 18, 2011, the Trustee filed a motion [Docket No. 1392] (the “Second Extension Motion”) requesting, among other things, an additional extension of time for the Trustee to file objections with respect to certain general unsecured claims and mezzanine facilities claims until and including September 2, 2011. The Second Request Motion was necessitated by, among other things, the Trustee’s ongoing investigation and evaluation of Trust Assets and analysis of potential causes of action, including those under Bankruptcy Code section 502(d).

10. By order dated March 23, 2011 [Docket No. 1419] (“Second Extension Order”), the Bankruptcy Court granted the Second Extension Motion, and extended the deadline for the Trustee to object to the allowance of general unsecured claims and mezzanine facilities claims until September 2, 2011 (see Second Extension Order, p. 2). The Second Extension Order was without prejudice to the parties to request further extensions (see Second Extension Order, p 2).

11. On August 23, 2011, the Trustee filed a motion [Docket No. 1473] (the “Third Extension Motion”) requesting, among other things, an additional extension of time for the Trustee to file objections with respect to certain general unsecured claims and mezzanine

facilities claims through September 7, 2012. The Third Extension Motion was necessitated by, among other things, the Trustee's ongoing investigation and evaluation of Trust Assets and the institution of complex lawsuits<sup>1</sup> (the "Lawsuits") seeking recovery of billions of dollars for the benefit of the beneficiaries of the Trust (the "Litigation Trust Beneficiaries") and disallowance of claims under Bankruptcy Code section 502(d).

12. By order dated October 19, 2011 [Docket No. 1521] ("Third Extension Order"), the Bankruptcy Court granted the Third Extension Motion, extending the deadline for the Trustee to object to the allowance of general unsecured claims and mezzanine facilities claims until January 18, 2012 (see Third Extension Order, p. 3). The Third Extension Order also was without prejudice to the parties to request further extensions (see Third Extension Order, p. 3).

### **Jurisdiction**

13. This Court has jurisdiction to consider this Objection pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(2)(A), (B) & (O).

### **Objection to Claims**

14. The Trustee objects to each of the claims filed by Claimants and listed on Exhibits "A" through "D" attached hereto for the reasons set forth below:<sup>2</sup>

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<sup>1</sup> The lawsuits are Walker, Truesdell, Roth & Associates, et al. v. The Blackstone Group, L.P., et al., Adv. Pro. No. 11-2254 (JMP); Walker, Truesdell, Roth & Associates, et al. v. The Blackstone Group, L.P., et al., Adv. Pro. No. 11-2255 (JMP); Walker, Truesdell, Roth & Associates, et al. v. Lightstone Holdings, LLC, et al., Adv. Pro. No. 11-2256 (JMP); Walker, Truesdell, Roth & Associates, et al. v. Archon Group, L.P., et al., Adv. Pro. No. 11-2259 (JMP). Walker, Truesdell, Roth & Associates, et al. v. The Blackstone Group, L.P., et al., Adv. Pro. No. 11-2398 (JMP), was initially filed in the Supreme Court of New York, New York County, and subsequently removed to the Bankruptcy Court.

<sup>2</sup> With regard to claims that have been presented against ESI, consistent with the Plan, neither the Trustee nor the Trust is obligated to review or object to such claims other than section 502(d) objections. Accordingly, this Objection does not address claims against ESI.

**A. Late-Filed Claims**

15. The Trustee objects to those claims listed on Exhibit “A” (the “Late-Filed Claims”), which were filed after the applicable Bar Date. Pursuant to the Bar Date Orders, any holder of a claim against any Debtor who was obligated to file a claim, “but fail[ed] to file a claim in accordance with this Order on or before the Bar Date shall (a) be barred, estopped, and enjoined from asserting such claim against the Debtors and their estates...” (see November 19, 2009 Bar Date Order, p. 6). Accordingly, the Trustee requests that the Late-Filed Claims be disallowed and expunged in their entirety.

**B. Satisfied Claims**

16. The Trustee objects to those claims listed on Exhibit “B” (the “Satisfied Claims”) on the grounds that, according to the information provided by the Debtors, such claims have been satisfied by the Debtors, or have been or will be satisfied by the reorganized debtors (the “Reorganized Debtors”), throughout the course of the cases or otherwise in accordance with the Bankruptcy Code, applicable rules, court order, the Plan and/or the ESI Settlement Agreement. Since double recovery is prohibited, the Satisfied Claims are not valid obligations of the Plan Debtors. Accordingly, the Trustee requests that the Satisfied Claims be disallowed and expunged in their entirety.

**C. No Liability or Reduced Liability Claims**

17. The Trustee objects to those claims listed on Exhibit “C” (the “No Liability” or “Reduced Liability Claims”) on the grounds that the named Debtor in the proof of claim has no liability to the Claimant or the Debtor is not liable to the Claimant in the amount set forth in the claim. Accordingly, the Trustee requests that the No Liability Claims be disallowed and

expunged in their entirety and that the Reduced Liability Claims be reduced and allowed in the reduced amount.

**D. Insufficiently Documented Claims**

18. The Trustee objects to those claims listed on Exhibit “D” (the “Insufficiently Documented Claims”) on the grounds that the claims lack sufficient supporting documentation to determine their validity. Accordingly, the Trustee requests that the Insufficiently Documented Claims be disallowed and expunged in their entirety.

**Reservation of Rights**

19. Nothing contained in this Objection shall be deemed a waiver of the Trustee’s rights. The Trustee reserves all rights, including, without limitation, the right to amend, modify, or supplement this Objection and to bring further and separate objections to claims, including amended claims, claims of which the Trustee is presently unaware, or any other claim now or hereafter asserted.

**Notice**

20. This Objection has been served pursuant to the requirements established in the July 17, 2009 order governing case management and administrative procedures for these cases [Docket No. 176] on (i) the U.S. Trustee; (ii) the attorneys for the Debtors; (iii) the attorneys for NewCo; (iv) Claimants; and (v) all parties who have requested notice in these chapter 11 cases. The Trustee submits that no other or further notice need be provided.

WHEREFORE, the Trustee respectfully requests that the Court: (a) enter an order substantially in the form attached hereto as Exhibit "E" and disallowing and expunging in their entirety, or reducing and allowing in a reduced amount, the claims set forth in Exhibits "A" through "D" attached hereto as provided for herein, and (b) grant such other and further relief as the Court deems just and proper.

Dated: January 17, 2012  
New York, New York

Respectfully submitted,

**BAKER & HOSTETLER LLP**

By: /s/ Elyssa S. Kates

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Hearing Date and Time: March 15, 2012 at 10:00 a.m. (EST)

Response Deadline: March 2, 2012 at 4:00 p.m. (EST)

*Attorneys for Litigation Trustee  
Walker, Truesdell, Roth & Associates and  
Hobart G. Truesdell*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

EXTENDED STAY INC., et al.,

Debtors.

Case No. 09-13764 (JMP)

Chapter 11

(Jointly Administered)

**DECLARATION OF SHARON ROTH IN SUPPORT OF LITIGATION TRUSTEE'S  
OMNIBUS OBJECTIONS TO CLAIMS**

SHARON ROTH, of full age, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a principal of Walker, Truesdell, Roth & Associates. I make this Declaration in support of the omnibus objections (the "Objections") to claims listed on Exhibit "A" and filed by Walker Truesdell, Roth & Associates and Hobart Truesdell (collectively, the "Trustee") in the chapter 11 cases of Extended Stay Inc. and its debtor affiliates. I make this Declaration based upon my own personal knowledge or upon information that I believe to be true.



2. All capitalized terms not defined herein have the meaning ascribed to them in the Objections.

3. Pursuant to Article VII of the Plan, the Trustee is responsible for objecting to general unsecured claims and mezzanine facilities claims filed against the Plan Debtors. See Section 7.1(c) of the Plan. Additionally, pursuant to paragraph 1.89 of the Plan and section 4 of the ESI Settlement Agreement, the Trustee has the right from the Plan Debtors and ESI to object to claims under Bankruptcy Code section 502(d) in connection with the Trustee's obligation to dispose of Trust Assets (see Plan, ¶ 1.89; ESI Settlement Agreement, § 4).

4. In furtherance of the Trustee's duties, I have read the Plan, the Confirmation Order, the ESI Settlement Agreement and the Litigation Trust Agreement. I have also reviewed the claims register and claims maintained by Kurtzman Carson Consultants, the claims agent ("Claims Agent") appointed in these chapter 11 cases. I request that the Court take judicial notice of the claims register and the claims maintained by the Claims Agent.

5. It appears that more than 1,700 proofs of claim were filed in the Plan Debtors' chapter 11 cases. Moreover, there are another approximately 200 claims scheduled by the Plan Debtors.

6. Based upon my review of the claims and claims register, I have determined the following; (a) approximately 1,200 claims are duplicate, (b) approximately 20 non-duplicate claims have been satisfied or will be satisfied in the ordinary course, (c) approximately 6 non-duplicate claims were filed late (including claims that appear unrelated to the Debtors), (d) approximately 15 non-duplicate claims lacked sufficient documentation, (e) approximately 6 non-duplicate claims should only be allowed in a reduced amount, (f) approximately 30 non-duplicate claims should be disallowed pursuant to section 502(d) of the Bankruptcy Code, and

(g) approximately 155 non-duplicate claims have been incorrectly classified. In addition, approximately 140 claims were filed against Extended Stay Inc. but it is not clear whether the claimant actually intended to file a claim against one or more of the Plan Debtors.

7. In addition to undertaking the steps outlined above, I have requested information from the Debtors on numerous occasions both by email and verbally and have received virtually no response to my repeated requests. I have also requested information from claimants in an effort to resolve issues relating to the claims and have similarly received either no response or an insufficient response. As a result, my ability to determine the validity of many claims has been impaired and there may be other claims which are objectionable or there may be further bases to object to the claims listed in the Objections.

8. Thus, based upon my own investigation and the limited information provided to me to date by the Debtors and others, I have determined that the claims set forth in the Objections should be disallowed and expunged or modified for the reasons set forth more fully in the Objections.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

  
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Sharon Roth

Dated: January 17, 2012  
New York, New York

**Exhibit A**

**Omnibus Objections to Claims**

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| 1.  | Litigation Trustee's First Omnibus Objection to Claims (Duplicate Claims filed by Daehum Kim)  |
| 2.  | Litigation Trustee's Second Omnibus Objection to Claims (Duplicate Claims by David Lichtenstein)   |
| 3.  | Litigation Trustee's Third Omnibus Objection to Claims (Duplicate Claims Filed by Gary DeLapp)   |
| 4.  | Litigation Trustee's Fourth Omnibus Objection to Claims (Duplicate Claims Filed by HVM LLC)  |
| 5.  | Litigation Trustee's Fifth Omnibus Objection to Claims (Duplicate Claims Filed by F. Joseph Rogers) (Indemnification Claims)   |
| 6.  | Litigation Trustee's Sixth Omnibus Objection to Claims (Duplicate Claims Filed by F. Joseph Rogers) (D&O Claims)   |
| 7.  | Litigation Trustee's Seventh Omnibus Objection to Claims (Duplicate Claims Filed by Joseph Teichman)   |
| 8.  | Litigation Trustee's Eighth Omnibus Objection to Claims (Duplicate Claims Filed by Kevin McDougall)  |
| 9.  | Litigation Trustee's Ninth Omnibus Objection to Claims (Duplicate Claims Filed by Robert Micklash)   |
| 10. | Litigation Trustee's Tenth Omnibus Objection To Claims (Incorrectly Classified Claims)   |
| 11. | Litigation Trustee's Eleventh Omnibus Objection To Claims (Duplicate Claims)   |
| 12. | Litigation Trustee's Twelfth Omnibus Objection To Claims (Late-Filed Claims, Satisfied Claims, No Liability Claims or Reduced Liability Claims and Insufficiently Documented Claims) |
| 13. | Litigation Trustee's Thirteenth Omnibus Objection To Claims (Duplicate Claims Filed By Barton Equities, LLC)   |
| 14. | Litigation Trustee's Fourteenth Omnibus Objection To Claims (Duplicate Claims filed by BK ESH LLC)   |
| 15. | Litigation Trustee's Fifteenth Omnibus Objection To Claims (Duplicate Claims filed by FOA ESH LLC)   |
| 16. | Litigation Trustee's Sixteenth Omnibus Objection To Claims (Duplicate Claims Filed By GF ESH LLC)  |

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| 17. | Litigation Trustee's Seventeenth Omnibus Objection To Claims (Duplicate Claims Filed By Hospitality F LLC) |
| 18. | Litigation Trustee's Eighteenth Omnibus Objection To Claims (Duplicate Claims filed by Legacy ESH, LLC)    |
| 19. | Litigation Trustee's Nineteenth Omnibus Objection To Claims (Duplicate Claims Filed By SFF ESH LLC)        |
| 20. | Litigation Trustee's Twentieth Omnibus Objection To Claims (Duplicate Claims Filed By SW ESH LLC)          |
| 21. | Litigation Trustee's Twenty-First Omnibus Objection To Claims (Duplicate Claims)                           |
| 22. | Litigation Trustee's Twenty-Second Omnibus Objection To Claims Pursuant To 11 U.S.C. Section 502(d)        |
| 23. | Litigation Trustee's Twenty-Third Omnibus Objection to Claims (Claims Against "Extended Stay Inc.")        |
| 24. | Litigation Trustee's Twenty-Fourth Omnibus Objection to Claims (Claims Against "Extended Stay Inc.")       |

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